



232246

Eric M. Hocky
Direct Dial 215 640 8523
Email ehocky@thorpreed.com

APR 27 2012

ATTORNEYS AT LAW SINCE 1895

VIA OVERNIGHT DELIVERY

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street SW
Washington, DC 20024

April 26, 2012

CO: [unclear]
[unclear]
[unclear]
[unclear]

Re: Columbus & Chattahoochee Railroad, Inc. - Lease and
Operation Exemption - Norfolk Southern Railway Company
STB Docket No. FD 35620 ✓

Genesee & Wyoming Inc. - Continuance in Control Exemption
- Columbus & Chattahoochee Railroad, Inc.
STB Docket No. FD 35621

Dear Ms. Brown:

Enclosed for filing are the original and 10 copies of a Notice of Exemption under 49 CFR 1150.41 being filed on behalf of Columbus & Chattahoochee Railroad, Inc. Also enclosed is a check in the amount of \$1800 representing the filing fee.

Also enclosed for filing are the original and 10 copies of the related Petition for Exemption being filed on behalf of Genesee & Wyoming Inc. Twenty unbound copies of the maps attached to the Petition as Exhibits B and C are also included. A check in the amount of \$9300 representing the filing fee is also enclosed.

Please time stamp the extra copy of the Notice of Exemption and of the Petition for Exemption, and return them to me in the stamped, self-addressed envelope provided for your convenience.

Please let me know if there are any questions regarding this filing.

Respectfully,

Eric M. Hocky

Enclosure

Enclosure

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Enclosure

Enclosure

Thorpe Reed & Armstrong, LLP
One Commerce Square
200 Park Street
Suite 1000
Hoboken, NJ 07030
201 679 2500
215 640 8501 fax

EMH/e
Enclosures
cc: Allison Fergus (w/encl.. via e-mail)

232246

APR 27 2012
RECEIVED

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB DOCKET NO. FD 35620

ENTERED
Office of Proceedings
APR 27 2012
Public Record

COLUMBUS & CHATTAHOOCHEE RAILROAD, INC.

- LEASE AND OPERATION EXEMPTION -

NORFOLK SOUTHERN RAILWAY COMPANY

FEE RECEIVED

APR 27 2012

VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1150.31, et seq.

SURFACE
TRANSPORTATION BOARD

Color Maps Included

FILED

APR 27 2012

SURFACE
TRANSPORTATION BOARD

ERIC M. HOCKY
THORP REED & ARMSTRONG, LLP
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-8500
ehocky@thorpreed.com

Dated: April 26, 2012

Attorneys for
Columbus & Chattahoochee Railroad, Inc.

STB DOCKET NO. FD 35620

**COLUMBUS & CHATTAHOOCHEE RAILROAD, INC.
- LEASE AND OPERATION EXEMPTION -
NORFOLK SOUTHERN RAILWAY COMPANY**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1150.31, et seq.**

This Verified Notice is filed pursuant to 49 C.F.R. §1150.31 by Columbus & Chattahoochee Railroad, Inc. ("CCR"), a non-carrier, to exempt from regulation under 49 U.S.C. §10901, its lease and operation of a line of railroad between Girard and Mahrt, Alabama, owned by Norfolk Southern Railway Company ("NSR"), as described more fully below (the "Rail Line"). The total mileage of the Rail Line is approximately 25.50 miles. This filing is related to a petition for common control being filed simultaneously with this notice at STB Docket No. FD 35621, *Genesee & Wyoming Inc.* – *Continuance in Control Exemption – Columbus & Chattahoochee Railroad, Inc.*

Notice

In accordance with 49 C.F.R. §1150.33, CCR hereby states as follows:

- (a) The full name and address of Applicant: Columbus & Chattahoochee Railroad, Inc., c/o GWI Southern Region, 13901 Sutton Park South, Suite 175, Building C, Jacksonville, FL 32224.
- (b) The name, address and telephone number of the representative of CCR who should receive correspondence: Eric M. Hocky, Esquire, Thorp Reed & Armstrong, LLP, One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.
- (c) CCR and NSR have entered into a lease dated April 26, 2012.
- (d) CCR will be the freight operator of the Rail Line.

(e) Brief Summary of the Proposed Transaction:

CCR is entering into an agreement with NSR to lease and operate the Rail Line between Girard and Mahrt, Alabama. The Rail Line is a stand alone line that runs south from Girard, a point near NSR's Columbus Yard in Columbus, Georgia, where interchange will take place. CCR's parent, Genesee & Wyoming Inc. ("GWI"), also controls another class III carrier, Georgia Southwestern Railroad, Inc. ("GSWR"), that operates a line that connects with NSR at Columbus Yard. CCR believes that freight operations over the Rail Line can best be provided by a locally based short line like CCR, and that it will be able to preserve and grow the freight business served by the Rail Line. As further consideration for the lease, CCR has agreed to maintain the Rail Line to FRA Class 2, and believes that the handling of traffic between shippers and NSR will be better coordinated and more efficient.

(1) The name and address of the company leasing the Rail Line : Norfolk Southern Railway Company, Three Commercial Place, Norfolk, VA 23510.

(2) CCR expects to commence operations on July 1, 2012, more than thirty days after the filing of this Notice of Exemption.

(3) The Rail Line is comprised of two segments: (a) between Milepost S 292.8 near Girard, Alabama, and Milepost S 303.9 near Nuckols, Alabama, a distance of 11.10 miles; and (b) between Milepost NU 0 near Nuckols, Alabama and Milepost NU 14.4 near Mahrt, Alabama, a distance of 14.40 miles.

(4) The total mileage to be acquired and operated is approximately 25.50 miles.

(f) Attached as Exhibit A to this Notice of Exemption is are maps of the Rail Line.

(g) CCR certifies that its projected revenues as a result of the transaction will not exceed those that would qualify it as a Class III carrier.

(h) CCR certifies that its projected revenues after the transaction will exceed \$5,000,000 per year. Accordingly, in accordance with the requirements of 49 C.F.R. §1150.32(e), CCR is arranging for the posting of the required labor notice, and will certify to the Board once the posting has been completed. CCR intends to file the certification with the Board at least 60 days before the proposed July 1, 2012, effective date of the lease.

(i) CCR will interchange with NSR at NSR's Columbus Yard. There are no interchange commitments to NSR as a part of this transaction.

Environmental and Historic Reports

Pursuant to 49 C.F.R. §1105.6(c)(2)(i), no environmental documentation should be required because this proceeding involves authority for an acquisition under 49 U.S.C. §10901 for continued operations that will not exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (e)(5).

No historic report under 49 C.F.R. §1105.8(b)(1) should be required because the transaction merely involves an acquisition for continued rail operations, and further Board approval is required to discontinue or abandon any service. CCR has no plans to dispose of or alter properties subject to the Board's jurisdiction that are 50 years old or older.

Labor Protection

Pursuant to 49 U.S.C. §10901(e), approval of this transaction may not be subjected to labor protection conditions.

Caption Summary

Attached hereto as Exhibit B is the caption summary required by 49 C.F.R. §1150.34.

Respectfully submitted,



ERIC M. HOCKY
THORP REED & ARMSTRONG, LLP
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-8500
ehocky@thorpreed.com


Dated: April 26, 2012

Attorneys for
Columbus & Chattahoochee Railroad, Inc.

VERIFICATION

I, **Allison Fergus**, Secretary of Columbus & Chattahoochee Railroad, Inc., verify under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file the foregoing document.

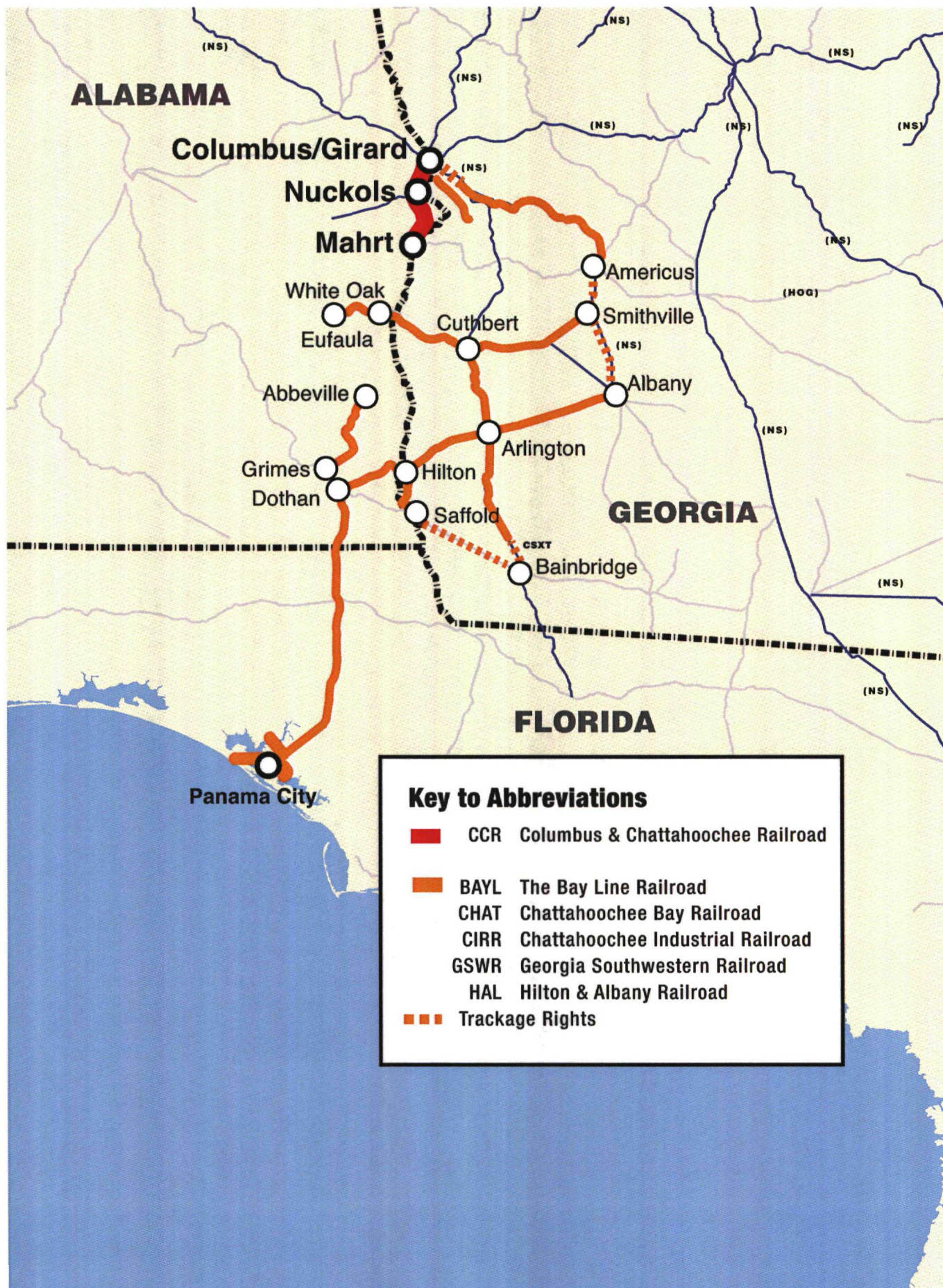
Executed on April 26, 2012.

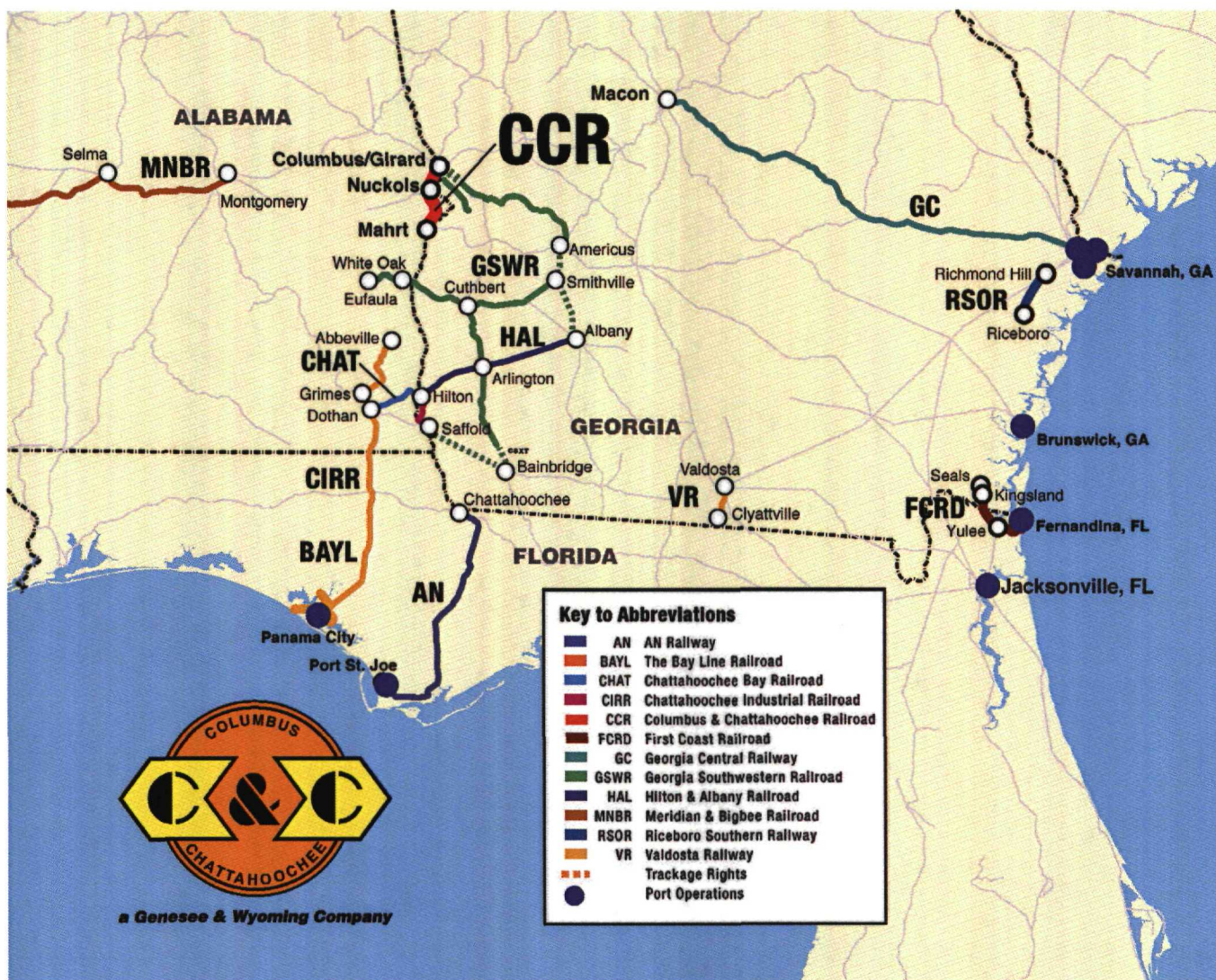


Allison Fergus

MAPS

EXHIBIT A





CAPTION SUMMARY

EXHIBIT B

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB DOCKET NO. FD 35620

**COLUMBUS & CHATTAHOOCHEE RAILROAD, INC.
- LEASE AND OPERATION EXEMPTION -
NORFOLK SOUTHERN RAILWAY COMPANY**

Columbus & Chattahoochee Railroad, Inc. ("CCR"), a non-carrier, has filed a Notice of Exemption to lease from Norfolk Southern Railway Company, and to operate, the line of railroad (a) between Milepost S 292.8 near Girard, Alabama, and Milepost S 303.9 near Nuckols, Alabama; and (b) between Milepost NU 0 near Nuckols, Alabama and Milepost NU 14.4 near Mahrt, Alabama. The total mileage to be acquired and operated is approximately 25.50 miles. This filing is related to a petition for exemption for common control being filed in STB Docket No. FD 35621, *Genesee & Wyoming Inc. – Continuance in Control Exemption – Columbus & Chattahoochee Railroad, Inc.*

Comments must be filed with the Board and served on CCR's representative, Eric M. Hocky, Esquire, Thorp Reed & Armstrong, LLP, One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.

The Notice is filed under 49 C.F.R. §1150.31. If the Notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. §10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.